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ILLINOIS COMMERCE COMMISSION  
REGULATORY DIVISION

FORM 21 ILCC

ANNUAL REPORT OF ELECTRIC UTILITIES  
LICENSEES AND/OR NATURAL GAS UTILITIES

TO THE

ILLINOIS COMMERCE  
COMMISSION



Exact Legal Name of Respondent (Company)	Year of Report
Union Electric Company	December 31, 2004

This state agency is requesting disclosure of information that is necessary to accomplish the statutory purpose as outlined in Section 5-109 of the Public Utilities Act [220 ILCS 5/5-109]. Disclosure of this information is REQUIRED. Failure to provide any information could result in a fine of \$100 per day under Section 5-109 of the Public Utilities Act.

## ANNUAL REPORT OF ELECTRIC UTILITIES, LICENSEES AND/OR NATURAL GAS UTILITIES

Name of Respondent	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo./Da./Yr.)	Year of Report
Union Electric Company			December 31, 2004

Exact Legal Name of Respondent:  
Union Electric Company

Previous Name and Date of Change (if name changed during reporting year):

Address of Principal Office at End of Year (street, city, state, zip code):  
1901 Chouteau Avenue  
St. Louis, Missouri 63103

Name and Title of Contact Person:  
Martin J. Lyons, Jr.  
Vice President & Controller

Address of Contact Person (street, city, state, zip code):  
P.O. Box 66149  
St. Louis, MO 63166-6149

Telephone Number of Contact Person, including Area Code:  
(314) 554-2982

Email address of Contact Person:  
mlyons@ameren.com

Utility website:  
[www.ameren.com](http://www.ameren.com)

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Note:  
Union Electric Company provides electric and gas utility services in Missouri and electric and gas utility services in Illinois.

**ANNUAL REPORT OF ELECTRIC UTILITIES,  
LICENSEES AND/OR NATURAL GAS UTILITIES  
INSTRUCTIONS FOR FILING FORM 21 ILCC**

**GENERAL INFORMATION**

**I. PURPOSE:**

This form is a regulatory support requirement (Public Utilities Act, Section 5-109). It is designed to collect financial and operational information from electric and gas utilities subject to the jurisdiction of the Illinois Commerce Commission.

**II. WHO MUST SUBMIT:**

All electric and gas utilities subject to the Illinois Commerce Commission jurisdiction.

**III. WHAT, WHERE AND WHEN TO SUBMIT**

- (a) Submit an original and one copy of this form on or before MARCH 31 of the year following the year covered by this report (three hole punched but not bound) to:

ILLINOIS COMMERCE COMMISSION  
527 East Capitol Avenue  
Springfield, IL 62701

- (b) Submit immediately upon publication two copies of the submitted FERC Form Nos. 1 and/or 2, if applicable, to the above address. The submitted copies should be three hole punched, but not bound.
- (c) Submit immediately upon publication two copies of the SEC 10-K Report, if applicable, to the above address. The submitted copies should be three hole punched.
- (d) Submit immediately upon publication two copies of the Annual Report to Stockholders. The submitted copies should be three hole punched.

**IV. REGISTERED AGENT**

Exact Name of Registered Agent	<u>Jackie K. Voiles</u>
Street or Local Address	<u>607 E. Adams Street</u>
City <u>Springfield</u> State <u>IL</u>	Zip Code <u>62739</u>
Telephone <u>(217) 535-5411</u>	

# ANNUAL REPORT OF ELECTRIC UTILITIES, LICENSEES AND/OR NATURAL GAS UTILITIES

## GENERAL INSTRUCTIONS

1. This form of annual report is prepared in conformity with the applicable Uniform System of Accounts and all of the accounting terminology used herein is in accordance

II. Enter in whole numbers only, except where otherwise noted. (Enter cents for averages and figures per unit where cents are important.) The rounding of cents is allowed except on the four basic financial statements where rounding to dollars is required. The amounts shown on all supporting pages must agree with the amounts entered on the statements that they support. When applying thresholds to determine significance for reporting purposes, use for balance sheet accounts in the balances at the end of the current reporting year, and use for statement of income accounts the current year's amounts.

III. Complete each question fully and accurately, even if it has been answered in a previous annual report. Enter the word "NONE" where it truly and completely states the fact.

IV. The schedules within Form 21 ILCC are classified as follows:

- 0 Series - General Corporate Schedules required by all utilities filing Form 21 ILCC
- 100 Series - General Corporate Schedules required by gas only utilities not submitting FERC Form No. 2.
- 200 Series - Balance Sheet Supporting Schedules required by gas utilities not submitting FERC Form No. 2.
- 300 Series - Income Supporting Schedules required by gas utilities not submitting FERC Form No. 2.
- 500 Series - Gas Plant Statistical Data required by gas utilities not submitting FERC Form No. 2.
- 600 Series - Electric Data required by all electric utilities.
- 700 Series - Gas Data required by all gas utilities.

Electric only utilities that submit FERC Form No. 1 to the Illinois Commerce Commission (ICC) must submit the following schedules: 0 Series and 600 Series.

Combination utilities (utilities that provide both electric and gas service in Illinois) that submit FERC Form No. 1 (but not FERC Form No. 2) to the ICC must submit the following schedules: 0 Series, 200 Series, 300 Series, 500 Series, 600 Series, and 700 Series.

Combination utilities (utilities that provide both electric and gas service in Illinois) that submit FERC Form Nos. 1 and 2 to the ICC must submit the following schedules: 0 Series, 600 Series and 700 Series.

Gas only utilities that submit FERC Form No. 2 to the ICC must submit the following schedules: 0 Series and 700 Series.

Gas only utilities that do not submit FERC Form No. 2 to the ICC must submit the following schedules: 0 Series, 200 Series, 300 Series, 500 Series and 700 Series.

If a schedule within a series is not applicable to the respondent, enter the words "NOT APPLICABLE" on the particular page or omit the page and enter "N/A" or "NOT APPLICABLE" in the "Remarks" column on the List of Schedules on pages vi through x. If pages are deleted, indicate in the footer of the prior provided page number of the next subsequently provided page.

V. It is preferred that all data be typed on the form. Entries of an opposite character (such as decreases reported in a column providing for both increases and decreases) should be enclosed in parentheses.

VI. Enter the month, day and year for all dates. Use customary abbreviations. The "Date of Report" at the top of each page is applicable only to the resubmission (see VII below).

VII. When making revisions, resubmit only those pages that have been changed from the original submission. Submit the same number of copies as required for filing the form.

Include with the resubmission the identification and Attestation page as the last page. Mail dated resubmission to:  
ILLINOIS COMMERCE COMMISSION  
527 East Capitol Avenue  
Springfield, IL 62701

VIII. Provide a supplemental statement further explaining accounts or pages as necessary. Attach the supplemental statement (8 1/2 x 11 inch size) to the page being supplemented. Provide the appropriate identification information, including the title(s) of the page and the page number supplemented.

IX. Do not make references to reports of previous years or to other reports in lieu of required entries, except as specifically authorized. The annual report should in all particulars be complete in itself.

X. Wherever (schedule) pages refer to figures from a previous year, the figures reported must be based upon those shown on the annual report of the previous year, or an appropriate explanation given as to why the different figures were used.

XI. Respondents may submit computer printed schedules (reduced to 8 1/2 x 11) instead of the schedules herein if they are substantially the same format.

XII. Where Illinois Commerce Commission authority is to be supplied, enter the applicable docket number.

XIII. The word "respondent", whenever used in this report, means the person, corporation, licensee, agency, authority, or other legal entity or instrumentality in whose behalf the report is made.

XIV. Because of the limited space afforded on some Form 21 ILCC schedules, dollar signs may be omitted where necessary. The rounding of numbers in thousands is permissible in cases where there is insufficient room for all digits. However, notations to this effect must be made in a conspicuous location on the page on which the rounding occurs.

Name of Respondent	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo./Da./Yr.)	Year of Report
Union Electric Company			December 31, 2004

**EXCERPTS FROM THE LAW**

(The Public Utilities Act, Section 5 - 109)

**REPORTS BY PUBLIC UTILITIES - FAILURE TO REPORT - FALSE REPORT - PENALTY.** Each public utility in the State shall each year furnish to the Commission, in such form as the Commission shall require, annual reports as to all the items, mentioned in the preceding sections of this article, and in addition such other items, whether of a nature similar to those therein enumerated or otherwise, as the Commission may prescribe. Such annual reports shall contain all the required information for the period to twelve months ending on the thirtieth day of June in each year, or ending on the thirty-first day of December in each year, as the Commission may by order prescribe for each class of public utilities, and shall be filed with the Commission at its office in Springfield within three months after the close of the year for which the report is made. The Commission shall have authority to require any public utility to file monthly reports of earnings and expenses of such utility, and to file other periodical or special, or both periodical and special reports concerning any matter about which the Commission is authorized by law to keep itself informed. All reports shall be under oath.

When any report is erroneous or defective or appears to the Commission to be erroneous or defective, the Commission may notify the public utility to amend such report within thirty days, and before or after the termination of such period the Commission may examine the officers, agents, or employees, and books, records, accounts, vouchers, plant, equipment and property of such public utility, and correct such items in the report as upon such examination the Commission may find defective or erroneous.

All reports made to the Commission by any public utility and the contents thereof shall be open to public inspection, unless otherwise ordered by the Commission. Such reports shall be preserved in the office of the Commission.

Any public utility which fails to make and file any report called-for by the Commission within the time specified; or to make specific answer to any question propounded by the Commission within thirty days from the time it is lawfully required to do so or within such further time, not to exceed ninety days, as may in its discretion be allowed by the Commission, shall forfeit up to \$100 for each and every day it may so be in default if the utility collects less than \$100,000 annually in gross revenue; and if the utility collects \$100,000 or more annually in gross revenue, it shall forfeit \$100 per day for each and every day it is in default.

Any person who willfully makes false return or report to the Commission, or to any member, officer or employee thereof, and any person who aids or abets such person shall be guilty of a Class A misdemeanor.

**FORM 21 ILCC  
LIST OF SCHEDULES**

Schedules	Page	Remarks
Identification	i	
General Information	ii	
General Instructions	iii	
Excerpts from the Law	iv	
List of Schedules	v-vii	
<b>GENERAL CORPORATE SCHEDULES REQUIRED BY ALL UTILITIES FILING FORM 21 ILCC (0 Series)</b>		
Verification, Attestation	1	
Comparative Balance Sheet	2-5	
Statement of Retained Earnings	6-6a	
Statement of Income for the Year	7-7b	
Illinois Electric Operating Revenues	8-8a	
Illinois Megawatt Hrs. Sold/Delivered & Avg. No. of Customers per Month	9-9a	
Illinois Gas Net Operating Revenues	11-11a	
Cost Allocation Methodologies	12	
Identification of Differences between Information Reported on FERC Schedules and Information Reported on Pages 2 through 7 of Form 21 ILCC	13	
Analysis of Unbilled Revenues	13(a)	
Reconciliation of Gross Revenue Tax	14	
Promotional Practices of Electric and Gas Public Utilities	15	n/a
Special Funds	16	
Special Deposits	16	
Notes Receivable	17	
Other Accounts Receivable	17	
Receivables from Associated Companies	18	
Miscellaneous Current and Accrued Assets	19	n/a
Materials and Supplies	20	
Notes Payable	21	
Payables to Associated Companies	21	
Long Term Debt (Accounts 221, 222, 223 & 224)	22-23	
Unamortized Loss and Gain on Recquired Debt (Accts. 189, 257)	24	
Discount on Common Stock Issuance and Preferred Stock Issuance	25	n/a
Unamortized Debt Expense Premium & Discount on Long-Term Debt	26-27	See FERC Form No. 2.
Securities Issued or Assumed and Securities Refunded or Retired During the Year	28	See FERC Form No. 2.
Investments (Accounts 123, 124, 136)	29-30	See FERC Form No. 2.
Particulars Concerning Certain Other Income Accounts	31	
Employee Data	32	
Charges for Outside, Professional & Other Consultative Services	33	See FERC Form No. 2.
Common Utility Plant & Expense	34	See FERC Form No. 2.
Statement of Accumulated Comprehensive Income and Hedging Activities	35-35a	
Nonutility Property	41	
Accumulated Provision for Depreciation & Amortization of Nonutility Property	41	
Accumulated Deferred Income Taxes - Accelerated Amortization Property	42-43	
General Description of Construction Overhead Procedure	44	
Capital Stock Subscribed, Liability for Conversion, Premium on Capital Stock and Installments Received on Capital Stock	45	See FERC Form No. 2.
Discount on Capital Stock and Capital Stock Expense	46	See FERC Form No. 2.

Schedules	Page	Remarks
<b>GENERAL CORPORATE SCHEDULES REQUIRED BY GAS ONLY UTILITIES NOT SUBMITTING FERC FORM NO. 2 (100 Series)</b>		
General Information	101	See FERC Form No. 1 or 2.
Control Over Respondent	102	See FERC Form No. 1 or 2.
Corporations Controlled by Respondent	103	See FERC Form No. 1 or 2.
Officers	104	See FERC Form No. 1 or 2.
Directors	105	See FERC Form No. 1 or 2.
Security Holders and Voting Powers	106-107	
Important Changes During the Year	108-109	See FERC Form No. 1 or 2.
Comparative Balance Sheet	110-113	See FERC Form No. 1 or 2.
Statement of Income for the Year	114-117	See FERC Form No. 1 or 2.
Statement of Retained Earnings for the Year	118-119	See FERC Form No. 1 or 2.
Statement of Cash Flows	120-121	See FERC Form No. 1 or 2.
Notes to Financial Statements	122-123	See FERC Form No. 1 or 2.
<b>BALANCE SHEET SUPPORTING SCHEDULES REQUIRED BY GAS UTILITIES NOT SUBMITTING FERC FORM NO. 2 (200 Series)</b>		
Summary of Utility Plant and Accumulated Provisions for Depreciation, Amortization and Depletion	200-201	See FERC Form No. 1 or 2.
Gas Plant in Service	204-209	See FERC Form No. 1 or 2.
Manufactured Gas Production Plant - Supplemental Schedule	210	See FERC Form No. 1 or 2.
Gas Plant Leased to Others	213	See FERC Form No. 1 or 2.
Gas Plant Held for Future Use	214	See FERC Form No. 1 or 2.
Construction Work in Progress - Gas (Account 107)	216	See FERC Form No. 1 or 2.
Accumulated Provision for Depreciation of Gas Utility Plant (Account 108)	219	See FERC Form No. 1 or 2.
Gas Stored (Acct. 117, 164.1, 164.2 and 164.3)	220	See FERC Form No. 2.
Investments in Subsidiary Companies (Account 123.1)	224-225	See FERC Form No. 2.
Prepayments (Account 165)	230	See FERC Form No. 2.
Extraordinary Property Losses (Account 182.1)	230	See FERC Form No. 2.
Unrecovered Plant and Regulatory Study Costs (Account 182.2)	230	See FERC Form No. 2.
Other Regulatory Assets (Account 182.3)	232	See FERC Form No. 2.
Miscellaneous Deferred Debits (Account 186)	233	See FERC Form No. 2.
Accumulated Deferred Income Taxes (Account 190)	234-235	See FERC Form No. 2.
Capital Stock (Accounts 201 and 204)	250	See FERC Form No. 2.
Other Paid-in Capital	253	See FERC Form No. 2.
Reconciliation of Reported Net Income with Taxable Income for Federal Income Taxes	261	See FERC Form No. 2.
Taxes Accrued, Prepaid and Charged During Year	262-263	See FERC Form No. 2.
Distribution of Taxes Charged	262-263	See FERC Form No. 2.
Other Deferred Credits (Account 253)	269	See FERC Form No. 2.
Accumulated Deferred Income Taxes - Other Property (Account 282)	274-275	See FERC Form No. 2.
Accumulated Deferred Income Taxes - Other	276-277	See FERC Form No. 2.
Other Regulatory Liabilities (Account 254)	278	See FERC Form No. 2.
<b>INCOME SUPPORTING SCHEDULES REQUIRED BY GAS UTILITIES NOT SUBMITTING FERC FORM NO. 2 (300 Series)</b>		
Gas Operating Revenues (Account 400)	300-301	See FERC Form No. 2.
Residential & Commercial Space Heating Customers	305	See FERC Form No. 2.
Interruptible, Off Peak & Firm Sales to Distribution System Industrial Customers	305	See FERC Form No. 2.
Sales for Resale Natural Gas (Account 483)	310-311	See FERC Form No. 2.
Gas Operation and Maintenance Expenses	320-325	See FERC Form No. 2.
Miscellaneous General Expenses (Account 930.2) (Gas)	335	See FERC Form No. 2.
Depreciation, Depletion & Amortization of Gas Plant (Accounts 403, 404.1, 404.2, 404.3, and 405)	336-338	See FERC Form No. 2.
Particulars Concerning Certain Income Deductions & Interest Charges Accounts	340	See FERC Form No. 2.
Regulatory Commission Expense	350-351	See FERC Form No. 2.
Distribution of Salaries and Wages	354-355	See FERC Form No. 2.

Schedules	Page	Remarks
<b>GAS PLANT STATISTICAL DATA REQUIRED BY GAS UTILITIES NOT SUBMITTING FERC FORM NO. 2 (500 Series)</b>		
Auxiliary Peaking Facilities	519	See FERC Form No. 2.
<b>ELECTRIC DATA REQUIRED BY ALL ELECTRIC UTILITIES (600 Series)</b>		
Internal Combustion Engine & Gas - Turbine Generating Plants	600-601	
Steam-Electric Generating Plants	602-603	
Hydroelectric Generating Plants	604-605	
Changes Made or Scheduled to be Made In Generating Plant Capacities	606	
Electric Plant Acquisition Adjustments & Accumulated Provision for Amortization of Electric Plant Acquisition Adjustments (Accounts 114 and 115)	607	
Franchise Requirements (Account 927) (Electric)	608	n/a
Territory Served (Electric)	609-610	
Construction Overheads - Electric	611	
Electric Distribution Meters and Line Transformers	612	
Environmental Protection Facilities	613	
Environmental Protection Expenses	614	
<b>GAS DATA REQUIRED BY ALL GAS UTILITIES (700 Series)</b>		
Mains in Illinois	700	
Meters in Illinois	701	
Services in Illinois	702	
System Load Statistics in Illinois	703	
Underground Gas Storage	704-705	n/a
Summary of Gas Account	706	
Summary of Revenues, Terms & Customers by Gas Rates	707	
Purchased Gas (Accounts 800, 801, 802, 803, 804, and 805)	708-709	
Gas Plant Acquisition Adjustments & Accumulated Provision for Amortization of Gas Plant Acquisition Adjustments (Account 114, 115)	710	n/a
Franchise Requirements (Account 927) (Gas)	711	n/a
Territory Served (Gas)	712-713	
Construction Overheads - Gas	714	

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Utility Name	Year of Report
Union Electric Company	December 31, 2004

**VERIFICATION**

The responsible accounting officer shall verify this report under oath.

STATE OF Missouri

COUNTY OF St. Louis

Martin J. Lyons, Jr. makes oath and says that he is  
(Name of Affiant)

Vice President and Controller  
(Official Title of Affiant)

of Union Electric Company  
(Exact Legal Title or Name of Respondent)

that he/she has examined the following report; that to the best of his/her knowledge, information, and belief, all statements of fact contained in the said report are true, and the said report is a correct statement of the business and affairs of the above-named respondent in respect to each and every matter set forth therein during the period from and including January 1, 2004, to and including December 31, 2004.

  
(Signature of Affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and County named, this 28 day of MARCH, 2005.

My Commission expires Sep. 23, 2006.

  
(Signature of Oath Administrator)

**CAROL A. HEAD**  
Notary Public - Notary Seal  
STATE OF MISSOURI  
St. Charles County  
My Commission Expires: Sept. 23, 2006

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Name of Respondent <b>Union Electric Company</b>	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report <b>Dec. 31, 2004</b>
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**BALANCE SHEET**

Instructions:				
Line No.	Title of Account (a)	Page Ref FERC Form 1 and/or 2 or ILCC Form 21 (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
1	Utility Plant			
2	Utility Plant (101-106,114)	200-201	\$ 10,153,668,673	\$ 10,508,213,059
3	Construction Work in Progress	200-201	348,572,934	437,289,286
4	Total Utility Plant		10,502,241,607	10,945,502,345
5	(less) Accum. Prov. For Depr. Amort. Depl. (108,111,115)	200-201	4,395,191,109	4,594,291,707
6	Net Utility Plant		6,107,050,498	6,351,210,638
7	Nuclear Fuel (120.1-120.4, 120.6)		874,821,225	1,010,843,787
8	(less) Accum. Prov. for Nuclear Fuel Assemblies (120.5)		784,690,670	877,454,886
9	Net Nuclear Fuel		90,130,555	133,388,901
10	Net Utility Plant		6,197,181,053	6,484,399,539
11	Utility Plant Adjustments (116)	122	-	-
12	Gas stored underground - Noncurrent (117)		-	-
13	OTHER PROPERTY AND INVESTMENTS			
14	Nonutility Property (121)	221	2,667,119	2,331,469
15	(Less) Accum. Prov. For Depr and Amort (122)		260,268	260,268
16	Investments in Associated Companies (123)		-	-
17	Investments in Subsidiary Companies (123.1)	224-225	(2,739,094)	3,228,024
18	(For cost of Account 123.1, See Footnote Page 224, line 42)		-	-
19	Noncurrent portion of Allowances	228-229	-	-
20	Other Investments (124)		105,708,670	101,868,953
21	Special Funds (125-128)		260,320,613	282,547,067
22	Total Other Property and Investments		365,697,040	389,715,245
23	CURRENT AND ACCRUED ASSETS			
24	Cash (131)		9,889,673	3,174,019
25	Special Deposits (132-134)		9,575,650	1,944,275
26	Working Fund (135)		226,294	166,600
27	Temporary Cash Investments (136)		5,005,475	44,507,856
28	Notes Receivable (141)		39,742,646	-
29	Customer Accounts Receivable (142)		151,254,073	169,991,012
30	Other Accounts Receivable (143)		51,178,042	10,363,465
31	(Less) Accum. Prov for Uncollectible Acct. - Credit (144)		5,786,300	3,309,319
32	Notes Receivable from Associated Companies (145)		41,762,500	29,562,500
33	Accts Receivable from Associated Companies (146)		15,783,117	8,998,013
34	Fuel Stock (151)		58,292,060	61,102,088
35	Fuel Stock Expenses Undistributed (152)		-	-
36	Residuals (Elec) and Extracted Products (153)		-	-
37	Plant Materials and Operating Supplies (154)		89,610,745	105,553,599
38	Merchandise (155)		-	-
39	Other Materials and Supplies (156)		-	-
40	Nuclear Materials Held for Sale (157)		-	-
41	Allowances (158.1 and 158.2)		1,874	-
42	(Less) Noncurrent Portion of Allowances		-	-
43	Stores Expense Undistributed (163)		1,458,615	826,449
44	Gas Stored Underground - Current (164.1)		27,174,946	32,660,528
45	Liquefied Natural Gas Stored and Held for Processing (164.2-164.3)		-	-
46	Prepayments (165)		9,987,608	12,041,661
47	Advances for Gas (166-167)		-	-
48	Interest and Dividends Receivable (171)		522,808	701,886
49	Rents Receivable (172)		169,428	5,134
50	Accrued Utility Revenues (173)		110,933,000	117,723,000
51	Miscellaneous Current and Accrued Assets (174)		-	-
52	Derivative Instrument Assets (175)		-	75,200
53	Derivative Instrument Assets-Hedges (176)		2,058,188	3,913,882
54	Total		\$ 618,840,442	\$ 600,001,848

Name of Respondent		This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report
Union Electric Company				Dec. 31, 2004

Instructions: Include in columns (e) through (i), total company balances of Utility Plant in Service and associated balances corresponding to the line numbers on page 2, lines 1 through 12. Include in column (g), Total Company Common Utility, balances that cannot be directly assigned to a specific service in columns (e), (f), or (h). Columns (e) thru (i) must total column (d) on page 2. For amounts in columns (e) thru (i), show corresponding Illinois jurisdictional amounts in columns (j) thru (n).

**BALANCE SHEET**

Total Company Direct Electric Utility (e)	Total Company Direct Gas Utility (f)	Total Company Common Utility (g)	Total Company Competitive Utility (h)	Total Company Other Utility (i)	Line No.
					1
\$ 10,190,158,237	\$ 318,054,822	\$ -	\$ -	\$ -	2
435,321,274	1,968,012	-	-	-	3
10,625,479,511	320,022,834	-	-	-	4
4,482,723,997	111,567,710	-	-	-	5
6,142,755,514	208,455,124	-	-	-	6
1,010,643,787	-	-	-	-	7
877,454,886	-	-	-	-	8
133,188,901	-	-	-	-	9
6,275,944,415	208,455,124	-	-	-	10
-	-	-	-	-	11
-	-	-	-	-	12
-	-	-	-	-	13

Illinois Direct Electric Utility (j)	Illinois Direct Gas Utility (k)	Illinois Common Utility (l)	Illinois Competitive Utility (m)	Illinois Other Utility (n)	Line No.
					1
\$ 613,573,683	\$ 32,842,661	\$ -	\$ -	\$ -	2
27,639,907	899,925	-	-	-	3
641,213,590	33,742,586	-	-	-	4
294,907,494	15,951,555	-	-	-	5
346,306,096	17,791,031	-	-	-	6
97,628,190	-	-	-	-	7
84,762,142	-	-	-	-	8
12,866,048	-	-	-	-	9
359,172,144	17,791,031	-	-	-	10
-	-	-	-	-	11
-	-	-	-	-	12
-	-	-	-	-	13

Name of Respondent Union Electric Company	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report (Mo., Day, Yr.)	Year of Report Dec. 31, 2004
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**BALANCE SHEET Cont'd**

Instructions:

Line No.	Title of Account (a)	Page Ref FERC Form 1 and/or 2 or ILCC Form 21 (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
55	<b>DEFERRED DEBITS</b>			
56	Unamortized Debt Expenses (181)		\$ 11,571,886	\$ 20,924,418
57	Extraordinary Property Losses (182.1)	230	-	-
58	Unrecovered Plant and Regulatory Study Costs (182.2)	230	-	-
59	Other Regulatory Assets (182.3)	232	649,254,588	547,387,340
60	Prelim. Survey and Investigation Charges (Electric) (183)		-	-
61	Prelim. Survey and Investigation Charges (Gas) (183.1, 183.2)		-	-
62	Clearing Accounts (184)		2,572,169	1,287,532
63	Temporary Facilities (185)		(51,611)	-
64	Miscellaneous Deferred Debits (186)	233	53,498,182	55,502,034
65	Def. Losses from Disposition of Utility Pkt. (187)		-	-
66	Research, Development, and Demonstration Expend. (188)	352-353	3	-
67	Unamortized loss on reacquired debt (189)		36,344,176	37,142,516
68	Accumulated Deferred Income Taxes (190)	234	268,266,928	262,966,828
69	Unrecovered Purchase Gas Costs (191)		634,775	1,788,920
70	TOTAL Deferred Debits		1,022,081,096	926,999,588
71	Total Assets and Other Debits		\$ 8,203,799,631	\$ 8,401,116,220

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Name of Respondent <b>Union Electric Company</b>	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report <b>Dec. 31, 2004</b>
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BALANCE SHEET				
Instructions:				
Line No.	Title of Account (a)	Page Ref FERC Form 1 and/or 2 or ILCC Form 21 (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
1	PROPRIETARY CAPITAL			
2	Common Stock Issued (201)	250-251	\$ 510,619,170	\$ 510,619,170
3	Preferred Stock Issued (204)	250-251	113,759,500	113,759,500
4	Capital Stock Subscribed (202, 205)	252	-	-
5	Stock Liability for Conversion (203, 206)	252	-	-
6	Premium on Capital Stock (207)	252	712,546,956	712,546,956
7	Other Paid in Capital (208-211)	253	(10,665,973)	5,034,889
8	Installments Received on Capital Stock (212)	252	-	-
9	(Less) Discount on Capital Stock (213)	254	-	-
10	(Less) Capital Stock Expense (214)	254	-	-
11	Retained Earnings (215, 215.1, 216)	118-119	1,634,759,637	1,686,951,529
12	Unappropriated Undistributed Subsidiary Earnings (216.1)	118-119	(4,952,404)	1,014,714
13	(Less) Reacquired Capital Stock (217)	250-251	-	-
14	Accumulated Other Comprehensive Income (219)	122(a)(b)	(32,629,092)	(34,361,763)
15	TOTAL Proprietary Capital (Enter total of lines 2 thru 14)		2,923,437,794	2,995,564,995
16	LONG-TERM DEBT			
17	Bonds (221)	256-257	1,436,000,000	1,903,585,000
18	(Less) Reacquired Bonds (222)	256-257	-	-
19	Advances from Associated Companies (223)	256-257	-	-
20	Other Long-Term Debt (224)	256-257	502,085,000	65,500,000
21	Unamortized Premium on Long-Term Debt (225)		-	-
22	(Less) Unamortized Premium on Long-Term Debt-Debit (226)		3,957,703	3,982,117
23	TOTAL Long-Term Debt (Enter totals of lines 17 thru 22)		1,934,127,297	1,965,102,883
24	OTHER NONCURRENT LIABILITIES			
25	Obligations Under Capital Leases-Noncurrent (227)		97,085,819	93,682,802
26	Accumulated Provision for Property Insurance (228.1)		-	-
27	Accumulated Provision for Injuries and Damages (228.2)		24,427,312	22,472,600
28	Accumulated Provision for Pensions and Benefits (228.3)		91,875,365	91,761,678
29	Accumulated Miscellaneous Operating Provisions (228.4)		5,279,701	1,854,085
30	Accumulated Provisions for Rate Refunds (229)		-	246,996
31	Asset Retirement Obligations (230)		209,859,023	257,061,050
32	TOTAL Other Noncurrent Liabilities (Enter total of lines 25 thru 31)		428,527,220	467,079,211
33	CURRENT AND ACCRUED LIABILITIES			
34	Notes Payable (231)		150,000,000	375,000,000
35	Accounts Payable (232)		226,240,502	230,626,180
36	Notes Payable to Associated Companies (233)		-	2,200,000
37	Accounts Payable to Associated Companies (234)		48,225,648	55,183,400
38	Customer Deposits (235)		15,687,702	14,579,894
39	Taxes Accrued (236)	262-263	59,381,158	44,031,546
40	Interest Accrued (237)		26,318,835	22,196,943
41	Dividends Declared (238)		2,970,689	2,970,689
42	Matured Long-Term Debt (239)		-	-
43	Matured Interest (240)		-	-
44	Tax Collections Payable (241)		1,827,609	2,347,139
45	Miscellaneous Current and Accrued Liabilities (242)		45,759,398	49,964,091
46	Obligations Under Capital Leases-Current (243)		70,810,982	3,402,993
47	Derivative Instrument Liabilities (244)		2,963,500	13,512,933
48	Derivative Instrument Liabilities - Hedges (245)		189,288	82,120
49	TOTAL Current & Accrued Liabilities (Enter total of lines 34 thru 48)		\$ 650,375,311	\$ 816,097,928

Name of Respondent Union Electric Company	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report Dec. 31, 2004
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**BALANCE SHEET Cont'd**

Instructions:

Line No.	Title of Account (a)	Page Ref FERC Form 1 and/or 2 or ILCC Form 21 (b)	Balance at Beginning of Year (c)	Balance at End of Year (d)
50	<b>DEFERRED CREDITS</b>			
51	Customer Advances for Construction (252)		\$ 3,597,441	\$ 3,525,567
52	Accumulated Deferred Investment Tax Credits (255)	266-267	114,461,550	107,832,804
53	Deferred Gains from Disposition of Utility Plant (256)		-	-
54	Other Deferred Credits (253)	269	495,532,741	375,277,349
55	Other Regulatory Liabilities (254)	278	95,516,452	189,057,118
56	Unamortized Gain on Reacquired Debt (257)		-	-
57	Accumulated Deferred Income Taxes (281-283)	272-277	1,558,223,825	1,481,578,365
58	TOTAL Deferred Credits (Enter total of lines 51 thru 57)		2,267,332,009	2,157,271,203
59	TOTAL Liab. And Other Credits (Enter total of lines 15, 23, 32, 49, 58)		\$ 8,203,799,631	\$ 8,401,116,220

Footnotes:

Name of Respondent <b>Union Electric Company</b>	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report (Mo., Day, Yr.)	Year of Report Dec. 31, 2004
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**STATEMENT OF RETAINED EARNINGS**

Instructions:

1. Report all changes in appropriated retained earnings, unappropriated retained earnings, and unappropriated, undistributed subsidiary earnings for the year.
2. Each credit and debit during the year should be identified as to the retained earnings account in which recorded. Show the contra primary account affected in column (b).
3. State the purpose and amount of each reservation or appropriation of retained earnings.
4. List first account 439 Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
5. Show dividends for each class and series of capital stock.
6. Show separately the State and Federal income tax effect on items in account 439, Adjustments to Retained Earnings.
7. Explain in a footnote the balance for determining the amount reserved or appropriated. If such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
8. If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

Line No.	Item (a)	Contra Primary Account Affected (b)	Amount (c)
	UNAPPROPRIATED RETAINED EARNINGS (216)		
1	Balance-Beginning of Year		\$ 1,634,759,637
2	Changes		
3	Adjustments to Retained Earnings (439)		
4	Comprehensive Income		
5			
6			
7			
8			
9	Total Credits to Retained Earnings (439)		
10			
11			
12			
13			
14			
15	Total Debits to Retained Earnings (439)		
16	Balance Transferred from Income (Account 433 less Account 418.1)		372,703,268
17	Appropriations of Retained Earnings (436)		
18			
19			
20			
21			
22	Total Appropriations of Retained Earnings (436)		
23	Dividends Declared - Preferred Stock (437)		
24	- see footnote		(5,941,376)
25			
26			
27			
28			
29	Total Dividends Declared - Preferred Stock (437)		(5,941,376)
30	Dividends Declared - Common Stock (438)		(314,570,000)
31			
32			
33			
34			
35			
36	Total Dividends Declared - Common Stock (438)		(314,570,000)
37	Transfers from Account 216.1, Unappropriated Undistributed Subsidiary Earnings		-
38	Balance - End of Year (Total lines 1, 9, 15, 16, 22, 29, 36, 37)		\$ 1,686,951,529

Schedule Page: 6 Line No.: 23 Column: c

DIVIDENDS DECLARED - PREFERRED STOCK (ACCOUNT 437)	
\$7.64 Series B	2,521,200
\$4.50 Series	961,176
\$4.56 Series	912,000
\$4.00 Series	600,000
\$3.50 Series	455,000
\$4.30 Series	172,000
\$3.70 Series	148,000
\$4.75 Series	95,000
\$5.50 Series A	77,000
<b>TOTAL DIVIDENDS DECLARED</b>	<b>\$ 5,941,376</b>

CURRENT YEAR

FOOTNOTE DATA

Line No.	Item (a)	Contra Primary Account Affected (b)	Amount (c)
53	Balance - End of Year (Total lines 49 thru 52)		\$ 1,014,714
52			
51	(Less) Dividends Received (Debit)		-
50	Equity in Earnings for Year (Credit) (418.1)		5,967,118
49	Balance - Beginning of Year (Debit or Credit)		(4,952,404)
	UNAPPROPRIATED UNDISTRIUTED SUBSIDIARY EARNINGS (216.1)		
48	Total Retained Earnings (215,215.1, 216) (Enter total lines 38, and 47)		\$ 1,886,951,529
47	TOTAL Appropriated Retained Earnings (215,215.1) (Enter total lines 45, and 46)		-
46	TOTAL Appropriated Retained Earnings - AMORT. Reserve, Federal (215.1)		-
45	APPROP. RETAINED EARNINGS - AMORT. Reserve, Federal (215.1)		-
44			
43			
42			
41			
40			
39			
	APPROPRIATED RETAINED EARNINGS (215)		

Instructions:

- Report all changes in appropriated retained earnings, unappropriated retained earnings, and unappropriated subsidiary earnings for the year.
- Each credit and debit during the year should be identified as to the retained earnings account in which recorded. Show the contra primary account affected in column (b).
- State the purpose and amount of each reservation or appropriation of retained earnings.
- List first account 439 Adjustments to Retained Earnings, reflecting adjustments to the opening balance of retained earnings. Follow by credit, then debit items in that order.
- Show dividends for each class and series of capital stock.
- Show separately the State and Federal income tax effect on items in account 439. Adjustments to Retained Earnings.
- Explain in a footnote the balance for determining the amount reserved or appropriated, if such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
- If any notes appearing in the report to stockholders are applicable to this statement, include them on pages 122-123.

STATEMENT OF RETAINED EARNINGS, cont'd

Name of Respondent	Union Electric Company
This report is:	<input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission
Date of Report	
Year of Report	Dec. 31, 2004

Name of Respondent <b>Union Electric Company</b>	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report <b>Dec. 31, 2004</b>
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Instructions:

1. Report the amount derived from total company operations for the current year and the previous year on this page.

**STATEMENT OF INCOME FOR THE YEAR**

Line No.	Account (a)	Page Ref FERC Form 1 and/or 2 or ILCC Form 21 (b)	Total Company Current Year (c)	Total Company Previous Year (d)
1	<b>UTILITY OPERATING INCOME</b>			
2	Operating Revenues (400)	300-301	\$ 2,640,749,320	\$ 2,615,791,949
3	Operating Expenses			
4	Operation Expenses (401)	320-323	1,210,530,874	1,142,358,392
5	Maintenance Expenses (402)	320-323	260,477,074	221,071,479
6	Depreciation Expense (403)	336-337	285,676,183	275,855,296
7	Depreciation Expense for Asset Retirement Costs (403.1)	336-337	-	-
8	Amort. & Depl. of Utility Plant (404-405)	336-337	766,973	483,250
9	Amort. of Utility Plant Acq. Adj. (406)	336-337	-	-
10	Amort. of Property Losses, Unrecovered Plant and Regulatory Study Costs (407.1)		-	-
11	Amort. of Conversion Expenses (407.2)		-	-
12	Regulatory Debits (407.3)		7,963,740	(1,656,154)
13	(Less) Regulatory Credits (407.4)		-	-
14	Taxes Other Than Income Taxes (408.1)		222,043,611	213,157,478
15	Income Taxes - Federal (409.1)	262-263	79,016,055	234,628,310
16	Income Taxes - Other (409.1)	262-263	22,956,865	27,481,029
17	Provision for Deferred Income Taxes (410.1)	234,272-277	278,963,325	105,096,173
18	(Less) Provision for Deferred Income Taxes - Cr.(411.1)	234,272-277	156,038,917	102,171,081
19	Investment Tax Credit Adj. - Net (411.4)	266	(6,628,746)	(6,629,086)
20	(Less) Gains from Disp. of Utility Plant (411.6)		600	326,773
21	Losses from Disp. of Utility Plant (411.7)		-	-
22	(Less) Gains from Disposition of Allowances (411.8)		30,151,135	21,808,658
23	Losses from Disposition of Allowances (411.9)		-	-
24	Accretion Expense (411.10)		-	-
25	<b>TOTAL Utility Operating Expenses (Enter Total of lines 4 thru 24)</b>		<b>2,175,575,302</b>	<b>2,087,539,655</b>
26	<b>Net Utility Operating Income (Enter Total of line 2 less 25. Carry forward to page 7b, line 27)</b>		<b>\$ 465,174,018</b>	<b>\$ 528,252,294</b>

Name of Respondent	This report is:	Date of Report	Year of Report
Union Electric Company	<input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission		Dec. 31, 2004

Instructions: For balances that cannot be allocated to a specific jurisdiction or service, reflect "\*\*\*\*\*" in the cell (box) and provide the total gas or electric company balance in the Total gas or electric company column.

STATEMENT OF INCOME FOR THE YEAR					
Illinois Electric Utility (e)	Total Company Electric Utility (f)	Illinois Gas Utility (g)	Total Company Gas Utility (h)	Other Utility (i)	Line No.
					1
\$ 176,233,654	\$ 2,477,335,461	\$ 22,048,962	\$ 163,413,859		2
					3
93,038,270	1,084,647,100	17,207,084	125,883,774		4
22,411,285	258,055,970	455,918	2,421,104		5
18,443,930	278,422,197	788,931	7,253,986		6
0	0	0	0		7
50,467	766,973	0	0		8
0	0	0	0		9
					10
0	0	0	0		11
0	7,852,368	0	111,372		12
0	0	0	0		13
8,790,104	208,912,915	831,788	13,130,696		14
3,575,158	81,133,353	(281,927)	(2,117,298)		15
1,348,128	23,098,691	5,462	(141,826)		16
9,075,896	283,866,234	2,132,829	15,097,091		17
920,974	146,741,813	480,500	9,297,104		18
(458,854)	(6,546,700)	(15,179)	(82,046)		19
33	600	0	0		20
0	0	0	0		21
0	30,151,135	0	0		22
0	0	0	0		23
0	0	0	0		24
155,353,377	2,023,315,553	20,644,406	152,259,749		25
\$ 20,880,277	\$ 454,019,908	\$ 1,404,556	\$ 11,154,110		26

Name of Respondent	This report is:	Date of Report	Year of Report	
Union Electric Company	<input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission		Dec. 31, 2004	
Instructions: Report the amount derived from total company operations for the current year and the previous year on this page. Explain in a footnote if the previous year's amounts are different from that reported in prior reports.				
STATEMENT OF INCOME FOR THE YEAR				
Line No.	Account (a)	Page Ref FERC Form 1 and/or 2 or ILCC Form 21 (b)	Total Company Current Year (c)	Total Company Previous Year (d)
27	Net Utility Operating Income (Sum of columns (f), (h), and (i) from page 7a, line 26)		\$ 465,174,018	\$ 528,252,294
28	Other Income and Deductions			
29	Other Income			
30	Non-Utility Operating Income			
31	Revenues from Merchandising, Job & Contract Work (415)		-	-
32	(Less) Costs and Exp. Of Merchandising, Job & Contract Work (416)		-	-
33	Revenues from Non-Utility Operations (417)		721,703	617,631
34	(Less) Expenses of Non-Utility Operations (417.1)		-	-
35	Nonoperating Rental Income (418)		174,849	100,560
36	Equity in Earnings of Subsidiary Companies (418.1)	119	5,967,118	5,736,947
37	Interest and Dividend Income (419)		8,782,659	8,250,934
38	Allowance for Funds Used During Construction (419.1)		10,156,621	3,829,602
39	Miscellaneous Nonoperating Income (421)		(10,392,526)	4,626,858
40	Gain on Disposal of Property (421.1)		494,020	(172,049)
41	Total Other Income (Enter total of lines 31 through lines 40)		15,904,444	22,990,483
42	Other Income Deductions			
43	Losses from Disposition of Property (421.2)		(142,393)	11,185
44	Miscellaneous Amortization (425)	340	1,584,022	1,584,000
45	Miscellaneous Income Deductions (426.2 - 426.5)	340	4,772,610	4,737,940
46	Total Other Income Deductions (Enter total of lines 43 through 45)		6,214,239	6,333,125
47	Taxes Applicable to Other Income and Deductions			
48	Taxes Other Than Income Taxes (408.2)	262-263	1,158	-
49	Income Taxes - Federal (409.2)	262-263	(1,582,346)	(7,659,130)
50	Income Taxes - Other (409.2)	262-263	(205,757)	(7,440)
51	Provision for Deferred Income Taxes (410.2)	234, 272-277	4,328,355	2,354,936
52	(Less) Provision for Deferred Income Taxes - Cr. (411.2)	234, 272-277	10,083,914	1,569,797
53	Investment Tax Credit Adj. (411.5)		-	-
54	(Less) Investment Tax Credits (420)		-	-
55	Total Taxes on Other Income and Deduct. (Total of lines 48 through 54)		(7,542,504)	(6,881,431)
56	Net Other Income and Deductions (Enter total of lines 41, 46, 55)		17,232,709	23,538,789
57	Interest Charges			
58	Interest on Long Term Debt (427)		91,543,046	91,323,251
59	Amort. of Debt Disc. and Expense (428)		1,822,049	1,143,089
60	Amortization of Loss on Reacquired Debt (428.1)		3,346,335	3,026,747
61	(Less) Amort. of Premium on Debt-Credit (429.1)		-	-
62	(Less) Amort. of Gain on Reacquired Debt-Credit (429.1)		-	-
63	Interest on Debt to Assoc. Companies (430)	340	-	-
64	Other Interest Expense (431)	340	11,793,203	13,277,959
65	(Less) Allowance for Borrowed Funds Used During Construction-Cr. (432)		4,768,292	3,455,191
66	Net Interest Charges (Enter total of lines 58 through 65)		103,736,341	105,315,855
67	Income Before Extraordinary Items		378,670,386	446,475,228
68	Extraordinary Items			
69	Extraordinary Income (434)		-	-
70	(Less) Extraordinary Deductions (435)		-	-
71	Net Extraordinary Items (Enter total of line 69 less line 70)		-	-
72	Income Taxes - Federal and Other (409.3)	262-263	-	-
73	Extraordinary Items After Taxes (Enter total of line 71 less line 72)		-	-
74	Net Income (Enter total lines 67 and 73)		\$ 378,670,386	\$ 446,475,228

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Name of Respondent Union Electric Company	This report is: <input type="checkbox"/> An original <input checked="" type="checkbox"/> A resubmission	Date of Report 05/16/05	Year of Report Dec. 31, 2004
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### ILLINOIS ELECTRIC NET OPERATING REVENUES

1. Report the amounts derived from providing utility services in Illinois. Only revenues resulting from tariffed services are to be reported on lines 1 through 8.
2. In column (c), Delivery Services--Power Purchase Option, the revenues reported shall include the deliver service charge, the transition charge, the transmission charge and the generation charge.
3. In column (d), Delivery Services--Interim Supply Service, the revenues reported shall include the deliver service charge, the transition charge, the transmission charge and the generation charge.
4. In column (e), Delivery Services--Delivery of RES Power, report revenues from non-PPO and non-SS customers for the delivery of power purchased from Retail Electric Suppliers. Amounts reported shall include both the delivery service charge and the associated transition charge.
5. If the actual amounts are not available, an estimate should be reported. If an estimate is reported, the fact should be footnoted and the supporting documents that show the derivation of the estimate should be sent to the Director of the Financial Analysis Division and the Energy Division of the Illinois Commerce Commission.
6. If the utility has used Account 456 to record revenues from the tariffed transmission of the utility's own electricity rather than limiting transmission revenues in Account 456 to only revenues from transmission of electricity of others over transmission facilities of the utility, report those revenues in the appropriate column on line 20.
7. If the utility provides Delivery Services to seven (7) or fewer customers, the utility shall include revenues attributable to the Delivery Services in column (b) Bundled Service. The utility shall notate where Delivery Services revenues have been included in Bundled Service by placing "\*\*\*\*" in the appropriate Delivery Services Column and line.

Illinois Electric Operating Revenues for the Reporting Year						
Line No.	Title of Account (a)	Bundled Service (b)	DS--Power Purchase Option (c)	DS--Interim Supply Service (d)	DS--Delivery of RES Power (e)	Total (f)
1	<b>ELECTRIC SERVICE REVENUES</b>					
2	(440) Residential Sales	\$ 40,523,416				\$ 40,523,416
3	(442) Commercial and Industrial Sales					
4	Small or Commercial	40,432,500			***	40,432,500
5	Large or Industrial	59,803,172				59,803,172
6	(444) Public Street and Highway Lighting	1,327,059				1,327,059
7	(445) Other Sales to Public Authorities	-				0
8	(446) Sales to Railroads and Railways	-				0
9	<b>SALES TO ULTIMATE CUSTOMERS (Sum of Lines 2 through 8)</b>	142,086,147				142,086,147
10	(447) Sales for Resale (a)	32,797,483				32,797,483
11	(448) Interdepartmental Sales	-				0
12	<b>TOTAL SALES OF ELECTRICITY (Sum of Lines 9 through 11)</b>	174,883,630				174,883,630
13	Less: (449.1) Provision for Rate Refunds	814,000				814,000
14	<b>TOTAL SALES OF ELECTRICITY NET OF PROVISION FOR RATE REFUND (Line 12 less Line 13)</b>	174,069,630				174,069,630
15	(450) Forfeited Discounts	949,688				949,688
16	(451) Miscellaneous Service Revenues	51,159				51,159
17	(453) Sales of Water and Water Power	-				-
18	(454) Rent from Electric Property	1,327,693				1,327,693
19	(455) Interdepartmental Rent	-				-
20	(456) Other Electric Revenues	(164,516)				(164,516)
21	<b>TOTAL OTHER OPERATING REVENUES (Sum of Lines 15 through Line 20)</b>	2,164,024				2,164,024
22	<b>TOTAL ELECTRIC OPERATING REVENUES (Line 14 + Line 21)</b>	\$ 176,233,654				\$ 176,233,654
23	Invoiced Revenues Included in Line 12	\$ 987,000				\$ 987,000

During the year, Ameren Services Company sold power (sales for resale) for Union Electric Company and an affiliate. Due to the format of power accounting records, it is impractical to identify precisely how much each company received from any given sale. The amount of dollars and megawatt-hours shown on these pages represent the amount apportioned to Union Electric.

Name of Respondent <b>Union Electric Company</b>	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report <b>Dec. 31, 2004</b>
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**ILLINOIS ELECTRIC NET OPERATING REVENUES**

1. Report the amounts derived from providing utility services in Illinois. Only revenues resulting from tariffed services are to be reported on lines 1 through 8.
2. In column (c), Delivery Services--Power Purchase Option, the revenues reported shall include the deliver service charge, the transition charge, the transmission charge and the generation charge.
3. In column (d), Delivery Services--Interim Supply Service, the revenues reported shall include the deliver service charge, the transition charge, the transmission charge and the generation charge.
4. In column (e), Delivery Services--Delivery of RES Power, report revenues from non-PPD and non-ISS customers for the delivery of power purchased from Retail Electric Suppliers. Amounts reported shall include both the delivery service charge and the associated transition charge.
5. If the actual amounts are not available, an estimate should be reported. If an estimate is reported, the fact should be footnoted and the supporting documents that show the derivation of the estimate should be sent to the Director of the Financial Analysis Division and the Energy Division of the Illinois Commerce Commission.
6. If the utility has used Account 456 to record revenues from the tariffed transmission of the utility's own electricity rather than limiting transmission revenues in Account 456 to only revenues from transmission of electricity of others over transmission facilities of the utility, report those revenues in the appropriate column on line 20.
7. If the utility provides Delivery Services to seven (7) or fewer customers, the utility shall include revenues attributable to the Delivery Services in column (b) Bundled Service.

Illinois Electric Operating Revenues for the Prior Year						
Line No.	Title of Account (a)	Bundled Service (b)	DS--Power Purchase Option (c)	DS--Interim Supply Service (d)	DS--Delivery of RES Power (e)	Total (f)
1	<b>ELECTRIC SERVICE REVENUES</b>					
2	(440) Residential Sales	\$ 41,594,354				\$ 41,594,354
3	(442) Commercial and Industrial Sales					
4	Small or Commercial	40,408,641				40,408,641
5	Large or Industrial	51,653,226				51,653,226
6	(444) Public Street and Highway Lighting	1,430,548				1,430,548
7	(445) Other Sales to Public Authorities	-				-
8	(448) Sales to Railroads and Railways	-				-
9	<b>SALES TO ULTIMATE CUSTOMERS</b> (Sum of Lines 2 through 8)	135,086,769				135,086,769
10	(447) Sales for Resale (a)	28,611,987				28,611,987
11	(448) Interdepartmental Sales	-				-
12	<b>TOTAL SALES OF ELECTRICITY</b> (Sum of Lines 9 through 11)	163,698,756				163,698,756
13	Less: (449.1) Provision for Rate Refunds	-				-
14	<b>TOTAL SALES OF ELECTRICITY NET OF PROVISION FOR RATE REFUND</b> (Line 12 less Line 13)	163,698,756				163,698,756
15	(450) Forfeited Discounts	954,647				954,647
16	(451) Miscellaneous Service Revenues	78,041				78,041
17	(453) Sales of Water and Water Power	-				-
18	(454) Rent from Electric Property	1,347,188				1,347,188
19	(455) Interdepartmental Rent	-				-
20	(456) Other Electric Revenues	(439,430)				(439,430)
21	<b>TOTAL OTHER OPERATING REVENUES</b> (Sum of Lines 15 through Line 20)	1,940,446				1,940,446
22	<b>TOTAL ELECTRIC OPERATING REVENUES</b> (Line 14 + Line 21)	\$ 165,639,202				\$ 165,639,202
23	Unbilled Revenues Included in Line 12	\$ 710,000				\$ 710,000

(a) During the year, Ameren Services Company sold power (sales for resale) for Union Electric Company and an affiliate. Due to the format of power accounting records, it is impractical to identify precisely how much each company received from any given sale. The amount of dollars and megawatt-hours shown on these pages represent the amount apportioned to Union Electric.

Name of Respondent Union Electric Company	This report is: <input type="checkbox"/> An original <input checked="" type="checkbox"/> A resubmission	Date of Report 05/16/05	Year of Report Dec. 31, 2004
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**ILLINOIS MEGAWATT HOURS SOLD OR DELIVERED AND AVERAGE NUMBER OF ILLINOIS ELECTRIC CUSTOMERS PER MONTH**

- Report the megawatt hours sold or delivered from providing utility services in Illinois and the average number of electric customers per month. Information reported should correspond to information reported on page 8, Illinois Electric Operating Revenues for the reporting year.
- If the actual amounts are not available, an estimate should be reported. If an estimate is reported, the fact should be footnoted and the supporting documents that show the derivation of the estimate should be sent to the Director of the Financial Analysis Division and the Energy Division of the Illinois Commerce Commission.
- If the utility provides Delivery Services to seven (7) or fewer customers, the utility shall include the megawatt hours sold and average number of customers attributable to the Delivery Services in column (b) Bundled Service. The utility shall notate where Delivery Services megawatt hours sold and average number of customers have been included in Bundled Service by placing "\*\*\*\*" in the appropriate Delivery Services column and line.

Line No.	Title of Account (a)	Megawatt Hours Sold or Delivered for the Reporting Year				Total (f)
		Bundled Service (b)	DS--Power Purchase Option (c)	DS--Interim Supply Service (d)	DS--Delivery of RES Power (e)	
1	ELECTRIC SERVICE REVENUES					
2	(440) Residential Sales	633,033				633,033
3	(442) Commercial and Industrial Sales					
4	Small or Commercial	816,125			***	816,125
5	Large or Industrial	2,042,738				2,042,738
6	(444) Public Street and Highway Lighting	14,113				14,113
7	(445) Other Sales to Public Authorities	-				-
8	(446) Sales to Railroads and Railways					
9	SALES TO ULTIMATE CUSTOMERS (Sum of Lines 2 through 8)	3,506,009				3,506,009
10	(447) Sales for Resale (a)	1,201,729				1,201,729
11	(448) Interdepartmental Sales	-				-
12						
13	TOTAL Sales of Electricity (Sum of lines 9-11)	4,707,738				4,707,738

Line No.	Title of Account (a)	Average Number of Customers per Month for the Reporting Year				Total (f)
		Bundled Service (b)	DS--Power Purchase Option (c)	DS--Interim Supply Service (d)	DS--Delivery of RES Power (e)	
14	ELECTRIC SERVICE REVENUES					
15	(440) Residential Sales	54,917				54,917
16	(442) Commercial and Industrial Sales					
17	Small or Commercial	7,965			***	7,965
18	Large or Industrial	264				264
19	(444) Public Street and Highway Lighting	88				88
20	(445) Other Sales to Public Authorities	-				-
21	(446) Sales to Railroads and Railways	-				-
22	SALES TO ULTIMATE CUSTOMERS (Sum of Lines 11 through 17)	63,234				63,234
23	(447) Sales for Resale (a)	78				78
24	(448) Interdepartmental Sales					
25						
26	TOTAL Sales of Electricity (Sum of lines 22-24)	63,312				63,312

(a) During the year, Ameren Services Company sold power (sales for resale) for Union Electric Company and an affiliate. Due to the format of power accounting records, it is impractical to identify precisely how much each company received from any given sale. The amount of dollars and megawatt-hours shown on these pages represent the amount apportioned to Union Electric.

Name of Respondent Union Electric Company	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report Dec. 31, 2004
----------------------------------------------	---------------------------------------------------------------------------------------------------------------	----------------	---------------------------------

**ILLINOIS MEGAWATT HOURS SOLD OR DELIVERED AND AVERAGE NUMBER OF ILLINOIS ELECTRIC CUSTOMERS PER MONTH**

- Report the megawatt hours sold or delivered from providing utility services in Illinois and the average number of electric customers per month. Information reported should correspond to information reported on page 8a, Illinois Electric Operating Revenues for the prior year.
- If the actual amounts are not available, an estimate should be reported. If an estimate is reported, the fact should be footnoted and the supporting documents that show the derivation of the estimate should be sent to the Director of the Financial Analysis Division and the Energy Division of the Illinois Commerce Commission.
- If the utility provides Delivery Services to seven (7) or fewer customers, the utility shall include the megawatt hours sold and average number of customers attributable to the Delivery Services in column (b) Bundled Service.

Line No.	Title of Account (a)	Megawatt Hours Sold or Delivered for the Prior Year				Total (f)
		Bundled Service (b)	DS--Power Purchase Option (c)	DS--Interim Supply Service (d)	DS--Delivery of RES Power (e)	
1	ELECTRIC SERVICE REVENUES					
2	(440) Residential Sales	641,521				641,521
3	(442) Commercial and Industrial Sales					
4	Small or Commercial	796,076				796,076
5	Large or Industrial	1,759,786				1,759,786
6	(444) Public Street and Highway Lighting	15,698				15,698
7	(445) Other Sales to Public Authorities	-				-
8	(446) Sales to Railroads and Railways	-				-
9	SALES TO ULTIMATE CUSTOMERS (Sum of Lines 2 through 8)	3,213,081				3,213,081
10	(447) Sales for Resale (a)	1,074,254				1,074,254
11	(448) Interdepartmental Sales	-				-
12						
13	TOTAL Sales of Electricity (Sum of lines 9-11)	4,287,335				4,287,335

Line No.	Title of Account (a)	Average Number of Customers per Month for the Prior Year				Total (f)
		Bundled Service (b)	DS--Power Purchase Option (c)	DS--Interim Supply Service (d)	DS--Delivery of RES Power (e)	
10	ELECTRIC SERVICE REVENUES					
11	(440) Residential Sales	56,876				56,876
12	(442) Commercial and Industrial Sales					
13	Small or Commercial	8,915				8,915
14	Large or Industrial	284				284
15	(444) Public Street and Highway Lighting	91				91
16	(445) Other Sales to Public Authorities	-				-
17	(446) Sales to Railroads and Railways	-				-
18	SALES TO ULTIMATE CUSTOMERS (Sum of Lines 11 through 17)	66,166				66,166
19	(447) Sales for Resale (a)	84				84
20	(448) Interdepartmental Sales	-				-
21						
22	TOTAL Sales of Electricity (Sum of lines 18-22)	66,250				66,250

Name of Respondent	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report
Union Electric Company			Dec. 31, 2004
<b>ILLINOIS GAS NET OPERATING REVENUES</b>			
Instructions: Report the amount derived from or incurred in providing utility services in Illinois.			
Line No.	Title of Account (a)	OPERATING REVENUES	
		Amount for Year (b)	Amount for Previous Year (c)
1	GAS SERVICE REVENUES		
2	(480) Residential Sales	\$ 15,382,199	\$ 12,088,175
3	(481) Commercial and Industrial Sales		
4	Small (or Commercial)	4,990,704	4,083,501
5	Large (or Industrial)	1,161,874	1,679,944
6	(482) Other Sales to Public Authorities	0	0
7	TOTAL Sales to Ultimate Consumers (lines 2-6)	21,534,777	17,851,620
8	(483) Sales for Resale	0	0
9	(484) Interdepartmental Sales	0	0
10	TOTAL Net Gas Service Revenues (lines 7, 8 & 9)	21,534,777	17,851,620
11	Revenues from Manufactured Gas	0	0
12	TOTAL Gas Service Revenues (lines 10 & 11)	21,534,777	17,851,620
13	OTHER OPERATING REVENUES		
14	(485) Intracompany Transfers	0	0
15	(487) Forfeited Discounts	103,791	69,171
16	(488) Miscellaneous Service Revenues	2,806	3,078
17	(489.1) Rev. from Trans. of Gas of others through gathering facilities	0	0
18	(489.2) Rev. from Trans. of Gas of others through transmission facilities	0	0
19	(489.3) Rev. from Trans. of Gas of others through distribution facilities	272,852	154,035
20	(489.4) Rev. from storing gas of others	0	0
21	(490) Sales of Prod. Ext. from Natural Gas	0	0
22	(491) Rev. from Natural Gas Proc. by Others	0	0
23	(492) Incidental Gasoline and Oil Sales	0	0
24	(493) Rent from Gas Property	156,815	157,332
25	(494) Interdepartmental Rents	0	0
26	(495) Other Gas Revenues	(22,079)	(42,979)
27	TOTAL Other Operating Revenues (Total of lines 14-26)	514,185	340,637
28	TOTAL Gas Operating Revenues (Total of lines 12 plus 27)	\$ 22,048,962	\$ 18,192,257
29	(Less) (496) Provision for Rate Refunds	0	0
30	TOTAL Gas Operating Revenues Net of Provision for Refunds (lines 28-29)	\$ 22,048,962	\$ 18,192,257
31	Dist. Type Sales by States (Incl. Main Line Sales to Resid. and Comm. Cust.)	20,372,903	16,171,676
32	Main Line Industrial Sales (Incl. Main Line Sales to Pub. Authorities)	1,161,874	1,679,944
33	Sales for Resale	0	0
34	Other Sales to Pub. Auth. (Local Dist. Only)	0	0
35	Interdepartmental Sales	0	0
36	TOTAL (Same as Line 10, columns (b) and (c))	\$ 21,534,777	\$ 17,851,620

Name of Respondent	This report is: <input checked="" type="checkbox"/> An original <input type="checkbox"/> A resubmission	Date of Report	Year of Report
Union Electric Company			Dec. 31, 2004

**ILLINOIS GAS NET OPERATING REVENUES (Continued)**

THERMS OF NATURAL GAS SOLD		AVERAGE NO. OF NAT. GAS CUSTOMERS PER MO.		Line No.
Current Year (d)	Prior Year (e)	Current Year (f)	Prior Year (g)	
				1
14,053,051	14,827,379	16,787	16,081	2
				3
5,283,160	5,435,284	1,205	1,090	4
1,471,452	2,141,737	35	14	5
0	0	0	0	6
20,807,663	22,404,400	18,027	17,185	7
0	0	0	0	8
0	0	0	0	9
20,807,663	22,404,400	18,027	17,185	10
0	0	0	0	11
20,807,663	22,404,400	18,027	17,185	12
				13
				14
				15

Quantity of Natural Gas Transported		Average No. of Transport Customers Per Month		Line No.
Current Year	Prior Year	Current Year	Prior Year	
0	0	0	0	16
0	0	0	0	17
0	0	0	0	18
2,051,695	1,339,680	5	4	19

**COST ALLOCATION METHODOLOGIES**

Described below are the methods used in allocating to Illinois utility operations the Company's total accounts for (I) Plant; (II) Construction Work in Progress; (III) Accumulated Provision for Depreciation and Amortization; (IV) Nuclear Fuel; (V) Accumulated Provision for Amortization of Nuclear Assemblies; (VI) Operating Revenues and Expenses, as reported on Form 21 ILCC pages 2a , 7a and 11a.

**ELECTRIC UTILITY OPERATIONS**

**(I) ELECTRIC PLANT ACCOUNTS**

Electric utility plant is first classified according to the following major functional classifications of electric facilities:

1. Production (Generation)
2. Transmission
3. Distribution
4. General and Intangible

Allocation or direct assignments of each functional classification are made to the State of Illinois as follows:

**1. Production**

Consists of all steam, nuclear, hydraulic, pumped-storage, combustion turbine and diesel production plants of the Company. Production plant also includes step up substations at generating plants.

Allocated to the State of Illinois in the proportion of the average kilowatt demands of Illinois ultimate consumers for the four summer months (June-September) to the total average kilowatt demands of Illinois, Missouri and Sales for Resale customers at the time of Union Electric system's summer peaks (June-September).

**ELECTRIC UTILITY OPERATIONS (Cont'd.)**

**(I) ELECTRIC PLANT ACCOUNTS (Cont'd.)**

**2. Transmission**

Consists of all transmission substations excluding the step up substations at the generating plants and transmission lines and related plant held for future use.

Allocated to the State of Illinois in the proportion of the average kilowatt demands of Illinois ultimate consumers for the four summer months (June-September) to the total average kilowatt demands of Illinois, Missouri and Sales for Resale customers at the time of Union Electric system's summer peaks (June-September).

**3. Distribution**

Consists of distribution substations and lines and related plant held for future use used exclusively for service to ultimate consumers in Illinois, Missouri, and Sales for Resale customers in Missouri.

Distribution plant investment used exclusively for serving ultimate consumers in the State of Illinois is assigned directly to Illinois.

**4. General and Intangible**

General plant consists of certain land, structures, improvements, office equipment, and transportation equipment. Such plant is related to total system operations.

Allocated to the State of Illinois in proportion to the ratio of the direct operating payroll allocated to the State of Illinois.

Intangible plant consists of capitalized software at the power plants.

Allocated to the State of Illinois in the proportion of the average kilowatt demands of Illinois ultimate consumers for the four summer months (June-September) to the total average kilowatt demands of Illinois, Missouri and Sales for Resale customers at the time of Union Electric system's summer peaks (June-September).

**ELECTRIC UTILITY OPERATIONS (Cont'd.)**

**(II) CONSTRUCTION WORK IN PROGRESS**

Construction work in progress is first classified according to the functional classification of electric plant per Item (I), and then allocated or assigned to the State of Illinois by the use of the same method used for allocating or assigning the investment in electric plant in service.

**(III) ACCUMULATED PROVISION FOR DEPRECIATION AND AMORTIZATION**

Accumulated provision for depreciation and amortization is first classified according to the functional classification of electric plant per Item (I), and then allocated or assigned to the State of Illinois by the use of the same methods used for allocating or assigning the investment in electric plant in service.

**(IV) NUCLEAR FUEL**

Consists of all the nuclear fuel from the nuclear fuel in the process of enrichment and fabrication to the nuclear fuel in the reactor. Nuclear fuel is allocated to Illinois in the proportion of kilowatt-hour sales to Illinois ultimate consumers to total kilowatt-hour sales.

**(V) ACCUMULATED PROVISION FOR AMORTIZATION OF NUCLEAR ASSEMBLIES**

Relates to the amortization of the nuclear fuel assemblies in the reactor. Allocated to Illinois by use of the same method as Item (IV) Nuclear Fuel.

**(VI) OPERATING REVENUES AND EXPENSES**

**1. Electric Operating Revenues**

Electric operating revenues reported on this schedule are the actual revenues realized from Illinois consumers.

In addition the interchange revenues are allocated to Illinois. The interchange revenues are segregated between the demand charges and the energy charges. The demand charges are allocated to Illinois in the proportion of Illinois ultimate consumers' average demands for the four summer months (June-September) to the total system average demand for the four summer months (June-September). Then the energy charges are allocated to Illinois in the proportion of kilowatt-hour sales to Illinois ultimate consumers to total kilowatt-hour sales.

**ELECTRIC UTILITY OPERATIONS (Cont'd.)**

**(VI) OPERATING REVENUES AND EXPENSES (Cont'd)**

**2. Electric Operating Expenses**

**Production Expenses**

Steam, nuclear, hydraulic, pumped-storage, combustion turbines, diesel and other power supply expenses are first segregated between (a) fixed expenses, i.e., expenses which do not vary as generation increases or decreases, and (b) variable expenses which fluctuate as generation or purchases of energy increase or decrease. Fixed expenses are allocated to Illinois in the proportion of Illinois ultimate consumers' average demands for the four summer months (June-September) to the total system average demand for the four summer months (June-September). Variable expenses are allocated to Illinois in the proportion of kilowatt-hour sales to Illinois ultimate consumers to total kilowatt-hour sales.

**Transmission Expenses**

Transmission of electricity by others, are variable expenses which fluctuate as generation or purchases of energy increase or decrease, and are allocated to the State of Illinois in the proportion of kilowatt-hour sales to Illinois ultimate consumers to total kilowatt-hour sales. All other transmission expenses are allocated to the State of Illinois in the proportion of Illinois ultimate consumers' average demands for the four summer months (June-September) to the total system average demand for the four summer months.

**Distribution Expenses**

**Customer Accounts Expenses**

**Customer Service and Informational Expenses**

**Sales Expenses**

The expenses described under these headings (Distribution, Customer Accounts, Customer Service and Informational and Sales) are identified by states in the accounting records and the appropriate amounts are assigned directly to Illinois.

**Administrative and General Expenses**

Administrative and general expenses are allocated to the State of Illinois in proportion to the ratio of the direct Operating payroll allocated to the State of Illinois, except for the E.P.R.I. assessment and the general advertising expenses which are directly assigned to the State of Illinois.

**ELECTRIC UTILITY OPERATIONS (Cont'd.)**

**(VI) OPERATING REVENUES AND EXPENSES (Cont'd.)**

**2. Electric Operating Expenses (Cont'd)**

**Depreciation and Amortization Expenses**

Depreciation and amortization expenses are first classified according to the functional classification of electric plant to which they apply per Item (I), and are then allocated or assigned to the State of Illinois, according to the methods used for allocating or assigning the investment in the various facilities. The Callaway decommissioning expense is segregated by jurisdiction and directly assigned to the State of Illinois. The amortization of the gains from disposition of allowances is directly assigned to the State of Illinois. The gain from sale of property is allocated to the state of Illinois based on net plant.

**Taxes Other Than Income**

**Real Estate, Personal Property and Corporate Franchise Taxes**

Real estate, personal property and corporate franchise taxes are first classified according to the functional classification of electric plant to which they apply per Item (I); such taxes are then allocated to the State of Illinois according to the methods used for allocating or assigning the investment in the various facilities.

**Old Age Benefit and Unemployment Compensation Taxes**

Old age benefit and unemployment compensation taxes are allocated to the State of Illinois in proportion to directly assigned or allocated payroll charges applicable to Illinois electric operations as compared with payroll charges applicable to system operations.

**Illinois Electric Distribution Tax**

This tax only applies to the Illinois electric operations, thus it is directly assigned.

**Other Taxes**

Taxes assessed in Illinois which are based on gross revenues earned in Illinois, and miscellaneous taxes levied in Illinois are assigned directly to this state.

**ELECTRIC UTILITY OPERATIONS (Cont'd.)**

**(VI) OPERATING REVENUES AND EXPENSES (Cont'd.)**

**2. Electric Operating Expenses (Cont'd)**

**Income Taxes**

State income taxes assessed in Illinois are assigned directly to the State of Illinois. Provisions for federal income taxes are allocated to the State of Illinois in proportion to taxable income as developed for Illinois, Missouri, and Sales for Resale.

The provision for deferred income taxes and the amortization of deferred income taxes are functionalized and allocated to the State of Illinois on the same basis as plant. Amortization of deferred investment tax credit is functionalized and allocated on the same basis as plant except for the 3% and 4% ITC which is directly assigned to the State of Illinois.

**NOTE:** The allocations described are made for the purpose of complying with the statistical requirements of this report and do not purport to represent allocations which might be made for the purpose of determining a rate base or cost of service for ratemaking purposes.

**GAS UTILITY OPERATIONS**

**(I) GAS PLANT**

**1. Gas Plant Accounts**

Gas utility plant is located in the Alton, Illinois area and the regional areas of Missouri. The investment in gas plant is maintained on the Company books by state. Therefore, such gas plant located in the Alton, Illinois area is assigned directly to the State of Illinois.

**2. Multi Use General Facilities**

Multi use general facilities (which are carried in electric plant accounts), consists of certain land, structures, improvements and equipment located in Missouri that are used in connection with system operations. In addition, the combination office and works headquarters located in Alton, Illinois are used jointly by the electric and gas departments.

The Missouri corporate multi use general facilities are allocated to Illinois gas operations in proportion to the ratio of Illinois gas operating labor compared to total company operating labor. The Illinois joint use facilities are allocated to Illinois gas operations in proportion to the ratio of Illinois gas operating labor compared to total Illinois electric and gas operating labor.

**(II) CONSTRUCTION WORK IN PROGRESS**

Assigned directly to the State of Illinois.

**(III) ACCUMULATED PROVISIONS FOR DEPRECIATION AND AMORTIZATION**

Accumulated provisions for depreciation and amortization applicable to gas utility plant are assigned directly to Illinois. Depreciation provisions applicable to multi use general facilities are allocated to gas operations by the use of the same methods used for allocating the investment in such facilities in item (I) 2, above.

**(IV) NUCLEAR FUEL**

Not applicable to the gas operations.

GAS UTILITY OPERATIONS (Cont'd.)

V) ACCUMULATED PROVISION FOR AMORTIZATION OF NUCLEAR ASSEMBLIES

Not applicable to the gas operations.

(VI) OPERATING REVENUES AND EXPENSES

Identified as Illinois gas department in the accounting records and are assigned directly to the State of Illinois.

**NOTE:** The allocations described are made for the purpose of complying with the statistical requirements of this report and do not purport to represent allocations which might be made for the purpose of determining a rate base or a cost of service for ratemaking purposes.

Name of Respondent Union Electric Company	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo., Day, Yr.)	Year of Report Dec. 31, 2004
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**IDENTIFICATION OF DIFFERENCES BETWEEN INFORMATION REPORTED ON  
FERC SCHEDULES AND INFORMATION REPORTED ON PAGES 2 THROUGH 7 OF FORM 21 ILCC**

**Instructions:**

1. Identify the data provided on pages 2 through 7 of this report that differs from data reported in the submitted FERC Form Nos. 1 and/or 2.
2. For each identified difference, indicate the affected accounts, the amount and the authorization from the ICC.

**Nuclear Fuel:**

Respondant's portion of a special assessment by the Department of Energy for decommissioning of Uranium Enrichment Facilities, which is included in Account 120, Nuclear Fuel, per ICC letter instruction dated December 12, 1993, is included in Account 182.3, Other Regulatory Assets for FERC Form No. 1 reporting. The amount of this assessment at December 31, 2004 was \$5,112,293.

These differences are reflected on the following pages:

- FERC Form 1 pages 110-111 - Balance Sheet
- FERC Form 1 pages 202-203 - Nuclear Fuel Materials
- FERC Form 1 page 232 - Other Regulatory Assets

**Property and Plant - Nuclear Production Plant:**

Post-operational costs (consisting of operations and maintenance expenses, property taxes, and carrying costs) which were capitalized from the December 19, 1984 in-service date for Callaway Nuclear Generating Plant to the dates the plant was included in rates authorized by the Respondent's state regulatory commissions are included in Account 182.3, Other Regulatory Assets for Form No. 1 reporting. The unamortized amount of these costs at December 31, 2004 was \$73,134,747.

These differences are reflected on the following pages:

- FERC Form 1 pages 110-111 - Balance Sheet
- FERC Form 1 pages 200-201 - Summary of Utility Plant and Accumulated Provisions for Depreciation, Amortization and Depletion
- FERC Form 1 pages 204-207 - Electric Plant in Service
- FERC Form 1 page 219 - Accumulated Provision for Depreciation of Electric Utility Plant
- FERC Form 1 page 232 - Other Regulatory Assets
- FERC Form 1 pages 336-337 - Depreciation and Amortization of Electric Plant

Name of Respondent	This Report Is:	Date of Report	Year of Report
Union Electric Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Dec 31, 2004

**ANALYSIS OF UNBILLED REVENUE**

This form is to be completed by all gas and electric utilities

Line No.		PRIOR YEAR	CURRENT YEAR	ILCC FORM 21 REFERENCE
1	Electric Utility Revenue	\$164,929,202	\$175,246,654	
2	Less: Prior Year Unbilled Revenue	\$6,095,000	\$6,805,000	
3	Add: Current Year Unbilled Revenue	\$6,805,000	\$7,792,000	
4	Gross Electric Utility Operating Revenue	\$165,639,202	\$176,233,654	Pg 7a, Ln 2 a/c 400
5	Gas Utility Revenue	\$18,634,257	\$21,076,962	
6	Less: Prior Year Unbilled Revenue	\$1,147,000	\$705,000	
7	Add: Current Year Unbilled Revenue	\$705,000	\$1,677,000	
8	Gross Gas Utility Operating Revenue	\$18,192,257	\$22,048,962	Pg 7a, Ln 2 a/c 400
9	Total Utility Revenue (Ln 1+ Ln 5)	\$183,563,459	\$196,323,616	
10	Less: Total Prior Year Unbilled Revenue (Ln 2+ Ln 6)	\$7,242,000	\$7,510,000	
11	Add: Total Current Year Unbilled Revenue (Ln 3+ Ln 7)	\$7,510,000	\$9,469,000	
12	Total Gross Utility Operating Revenue	\$183,831,459	\$198,282,616	

Name of Respondent Union Electric Company	This report is: (1) <input checked="" type="checkbox"/> An original (2) <input type="checkbox"/> A resubmission	Date of Report (Mo., Day, Yr.) Dec. 31, 2004	Year of Report Dec. 31, 2004
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RECONCILIATION OF GROSS REVENUE TAX			
This schedule is to reconcile the amounts shown in the accompanying Annual Report with the amounts shown on the Amended/Annual Gross Revenues Tax Return.			
	(a)	As Shown on Annual Report (b)	Page & Line Where Amount at Left Can be Found in the Annual Report (c)
1	Actual Gross Operating Revenue as shown in Annual Report	\$ 22,048,962	Pg. 7a F. 21 ILCC - Line 2
2	Less Interstate Revenue	-	
3	Gross Revenue Applicable to Illinois (Line 1 minus line 2)	22,048,962	
4	DEDUCT:		
5	Revenues from Sale to Utilities for Resale	-	
6	Uncollectible Accounts (if billing basis used)	300,983	Not Applicable
7	Other Deductions (if amounts are included in 1 above)		
8	Account Description	Account No.	
9	Billed Illinois Public Utility (IPU) Tax "passed on" to consumers	500,891	Pg. 262A F. 2 FERCC - Line 8
10	ICC Gross Revenue Tax "passed on" to consumers	15,872	Not Applicable
11	Billed Municipal (Muni) Taxes "passed on" to consumers	148,340	Pg. 262A F. 2 FERCC - Line 10
12	Unbilled IPU and Muni Taxes included in Net Change in Unbilled Gas Revenue Recorded During Year	6,999	Pg. 262A F. 2 FERCC - Line 4
13	Tax Exempt Enterprise Zone Customer Revenues	70,870	Not Applicable
14			
15	Taxable Illinois Gross Revenue from Annual Report (line 3 minus 5-14)	21,005,007	
16	Taxable Illinois Gross Revenue from Amended/Annual Gross Revenue Tax Return	21,005,007	
17	DIFFERENCE (line 15 minus line 16)	\$ -	

If difference calculated on line 17 is a positive amount of \$1,000.00 or more, a revised Amended/Annual Tax Return for the year plus payment of any additional tax due must be promptly remitted to the Illinois Commerce Commission. If the calculated difference is less than \$1,000.00 or a negative amount, no further action is required regarding your tax reconciliation. (The tax owed on \$1,000 at the current tax rate of (.001) is \$1.00. According to the Public Utilities Act a deficiency in taxes paid of less than \$1.00 need not be paid to the Commission.)

Subsection 2-202(d)(1) of the Public Utilities Act (220 ILCS 5/2-202(d)(1)) states: "each public utility shall file an amended return showing the actual amount of gross revenues shown by company's books and records as of December 31 of the previous year." For a utility filing its Public Utility Fund Gross Revenue Return using the "receipts" method, provide a reconciliation between the amounts used for revenues and deductions on the Gross Revenue Return and the amounts in the Annual Report. If these amounts cannot be reconciled, provide the necessary documentation to fulfill the requirements of Subsection 2-202(d)(1) of the Public Utilities Act to the Commission's Manager of the Accounting Department. The necessary documentation can consist of a detailed analysis of actual billed revenue to the receipts collected. Supporting work papers should include the cash receipts journal showing the receipts collected. Also, provide documentation supporting the deductions.

Name of Respondent Union Electric Company		(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report	Year of Report Dec. 31, 2004
SPECIAL FUNDS (Accounts 125, 126, 127, 128)				
1. Report below the balance at end of year of each special fund maintained during year. Identify each fund as to account in which included. 2. Indicate nature of any fund included in account 128, Other Special Funds. 3. If the trustee of any fund is an associated company, give name of associated company. 4. If assets other than cash comprise any fund, furnish a list of the securities or other assets, giving interest or dividend rate of each, cost to respondent, number of shares or principal amount, and book cost at end of year.				
Line No.	Name of Fund and Trustee, if any (a)	Balance at End of Year (b)		
1	Account 126 Depreciation Funds			
2	Callaway Nuclear Plant decommissioning fund -			
3	Bankers Trust Company	\$235,148,270		
4	Account 128 Other Special Funds			
5	Fund held by Bank of America for the purpose of			
6	covering drafts issued by Great-West/HL			
7	as payment of major medical insurance claims	1,640,800		
8	Fund held by Great-West/HL and other life insurance companies			
9	in connection with life insurance contracts	45,757,997		
10				
11				
12				
13				
14				
15				
16	Total	\$282,547,067		
SPECIAL DEPOSITS (Accounts 132, 133, 134)				
1. Report below the amount of special deposits by classes at end of year. 2. If any deposit consists of assets other than cash, give a brief description of such assets. 3. If any deposit is held by an associated company, give name of company.				
Line No.	Description and Purpose of Deposit (a)	Balance at End of Year (b)		
1	Interest Special Deposits (Account 132)	\$0		
2	Dividend Special Deposits (Account 133)	0		
3	Other Special Deposits (Account 134)(Specify Purpose)			
4	Deposit with Bank of America for redemption of			
5	various preferred stock issues	15,512		
6	Miscellaneous	(1,316,776)		
7	Economic Development and Energy Efficiency Deposit	3,044,384		
8	Deposit for Aquila Acquisition	201,155		
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23	Total	\$1,944,275		



Name of Respondent	This Report is:	Date of Report	Year of Report
Union Electric Company	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Dec. 31, 2004
<b>RECEIVABLES FROM ASSOCIATED COMPANIES (Accounts 145, 146)</b>			
<p>1. Report particulars of notes and accounts receivable from associated companies at end of year.</p> <p>2. Provide separate headings and totals for Accounts 145, Notes Receivable from Associated Companies, and 146, Accounts Receivable from Associated Companies, in addition to a total for the combined accounts.</p> <p>3. For notes receivable list each note separately and show also in column (a) date of note and date of maturity.</p> <p>4. If any note was received in satisfaction of an open account, state the period covered by such open account.</p> <p>5. Include in column (d) interest recorded as income during the year, including interest on accounts and notes held any time during the year.</p> <p>6. Give particulars of any notes pledged or discounted, also of any collateral held as guarantee of payment of any note or account.</p>			
Name of Company (a)	Balance End of Year (b)	Interest For Year	
		Rate % (c)	Amount (d)
Account 145, Notes Receivable from Associated Companies			
Union Electric Development Company			
Date of Note - 12/31/87	\$ 29,562,500	1.0	\$ 1,286,576
Date of Maturity - Demand			
Total Account 145	\$ 29,562,500		\$ 1,286,576
(1) Interest rate - Prime rate, which ranged from 4.00% to 5.25%			
Account 146, Accounts Receivable from Associated Companies			
Ameren Corporation	2,084,811		
Ameren Energy Fuels and Services	81,151		
Ameren Energy Marketing Company	191,307		
Ameren Energy, Inc.	(44,978)		
Ameren Energy Communications, Inc.	12,493		
Ameren Services Company	3,332		
Central Illinois Public Service Company	216,240		
CIPSCO Investment Company	243		
CILCORP	(42,072)		
Central Illinois Light Company	245,922		
Ameren Energy Resources Generating Company	61,743		
Electric Energy, Inc.	179,586		
Ameren Energy Generating Company	5,799,509		
Union Electric Development Corporation	205,802		
Intercompany Timing	2,924		
Total Account 146	\$ 8,998,013		
Total Accounts 145 & 146	\$ 38,560,513		

Name of Respondent		This Report Is:		Date of Report	Year of Report
Union Electric Company		(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission			Dec. 31, 2004
MATERIALS AND SUPPLIES					
<p>1. For Account 154, report the amount of plant materials and operating supplies under the primary functional classifications as indicated in column (a); estimates of amounts by function are acceptable. In column (d), designate the department or departments which use the class of material.</p> <p>2. Give an explanation of important inventory adjustments during year (on a supplemental page) showing general classes of material and supplies and the various accounts (operating expense, clearing accounts, plant, etc.) affected - debited or credited. Show separately debits or credits to stores expense-clearing, if applicable.</p>					
Line No.	Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Department or Departments Which Use Material (d)	
1	Fuel Stock (Account 151)	\$58,292,060	\$61,102,088	Electric and Gas	
2	Fuel Stock Expenses Undistributed (Account 152)	0	0		
3	Residuals and Extracted Products (Account 153)	0	0		
4	Plant Materials and Operating Supplies (Account 154)	0	0		
5	Assigned to - Construction (Estimated)	0	0		
6	Assigned to - Operations and Maintenance	0	0		
7	Production Plant (Estimated)	68,126,401	80,168,810	Electric	
8	Transmission Plant (Estimated)	2,293,253	2,516,642	Electric	
9	Distribution Plant (Estimated)	17,320,135	20,721,634	Electric	
10	Assigned to - Other	1,870,956	2,146,513	Gas	
11	TOTAL Account 154 (Enter Total of lines 5 thru 10)	89,610,745	105,553,599		
12	Merchandise (Account 155)	0	0		
13	Other Materials and Supplies (Account 156)	0	0		
14	Nuclear Materials Held for Sale (Account 157) (Not applicable to Gas Utilities)	0	0		
15	Stores Expense Undistributed (Account 163)	1,458,615	826,449		
16					
17					
18					
19					
20	TOTAL Materials and Supplies (per Balance Sheet)	\$149,361,420	\$167,482,136		

Name of Respondent Union Electric Company	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report	Year of Report Dec. 31, 2004
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**NOTES PAYABLE (Account 231)**

1. Report the particulars indicated concerning notes payable at end of year.
2. Give particulars of collateral pledged, if any.
3. Any demand notes should be designated as such in column (c).

Line No.	Payee (a)	Purpose for Which Issued (b)	Date of Note (c)	Interest Rate % (d)	Balance End of Year (e)
1					
2	Goldman Sachs		01/03/2005	2.37%	1,000,000
3	Goldman Sachs		01/06/2005	2.37%	45,000,000
4	Goldman Sachs		01/04/2005	2.38%	4,770,000
5	Goldman Sachs		01/10/2005	2.38%	50,000,000
6	Goldman Sachs		01/10/2005	2.38%	50,000,000
7	Goldman Sachs		01/06/2005	2.38%	50,000,000
8	Goldman Sachs		01/06/2005	2.38%	25,000,000
9	Goldman Sachs		01/04/2005	2.38%	30,000,000
10	Goldman Sachs		01/13/2005	2.38%	44,230,000
11	Goldman Sachs		01/19/2005	2.40%	50,000,000
12	Goldman Sachs		01/20/2005	2.40%	25,000,000
13					
14					
15					
16					
17					
18	<b>Total</b>				<b>\$375,000,000</b>

**PAYABLES TO ASSOCIATED COMPANIES (accounts 233,234)**

1. Report particulars of notes and accounts to associated companies at end of year.
2. Provide separate totals for Accounts 233, Notes Payable to Associated Companies and 234, Accounts Payable to Associated Companies, in addition to a total for the combined accounts.
3. List each note separately and state the purpose for which issued. Show also in column (a) date of note and maturity.
4. Include in column (e) the amount of any interest expense during the year on notes or accounts that were paid before the end of the year.

Line No.	Name of Company (a)	Commission Authorization (b)	Balance End of Year (c)	Interest for Year	
				Rate % (d)	Amount (e)
1	Notes Payable - Associated Company *				
2	Ameren Services Company		\$2,200,000	*	2,844,575
3					
4					
5					
6	Accounts Payable - Associated Company				
7	Ameren Corporation		\$10,214,970		
8	Ameren Energy Communications		24,100		
9	Ameren Energy, Inc.		253,777		
10	Ameren Energy Fuels & Services		11,759,504		
11	Ameren Energy Marketing Company		785,265		
12	Ameren Energy Generating Company		3,475,521		
13	Ameren Services Company		24,963,438		
14	Central Illinois Public Service Company		1,246,963		
15	AmerenCILCO		42,998		
16	Electric Energy Company		17,434		
17	Ameren Energy Resources Generating Company		9,534		
18	Ameren ERC, Inc.		10,684		
19	Union Electric Development Corporation		2,379,212		
20	Total Accounts Payable - Associated Company		55,183,400		
21					
22	<b>Total</b>		<b>57,383,400</b>		<b>\$2,844,575</b>

\* The Respondent has the ability to borrow up to approximately \$950 million from Ameren Corporation or Ameren Services Company through a regulated money pool agreement. The regulated money pool was established to coordinate and provide for certain short-term cash and working capital requirements and is administered by Ameren Services Company, another subsidiary of Ameren Corporation. Interest is calculated at varying rates of interest depending on the composition of internal and external funds in the regulated money pool.

Name of Respondent		This Report Is:		Date of Report	Year of Report
Union Electric Company		(1) X An Original (2) A Resubmission			Dec. 31, 2004
<b>LONG-TERM DEBT (ACCOUNTS 221, 222, 223 AND 224)</b>					
<p>1. Report by balance Account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Resacquired Bonds, 223, Advances from Associated Companies, and 224, Other Long-Term Debt. If information to meet the stock exchange reporting requirement outlined in column (a) is available from the SEC 10-K Report Form filing, a specific reference to the report form (i.e. year and company title) may be reported in column (a).</p> <p>2. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.</p> <p>3. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.</p> <p>4. For receivers' certificates, show in column (a) the name of the court and date of court order under which such certificates were issued.</p> <p>5. In a supplemental statement, give explanatory particulars (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principal repaid during year. Give Commission authorization numbers and dates.</p>					
Line No.	Class and Series of Obligation and Coupon Rate	Principal Amount of Debt Issued	Normal Date of Issue	Date of Maturity	Outstanding (Total amount outstanding without reduction for amounts held by respondent) (a)
1	Account 221 - First Mortgage Bonds				
2	Series				
3		\$85,000,000	10/22/92	12/15/04	0
4		188,000,000	8/1/93	8/1/04	0
5		6,34%	5/1/93	5/1/08	148,000,000
6		7.8%	8/1/04	8/1/04	0
7		5.45%	10/1/93	10/1/28	44,000,000
8		7%	1/15/94	1/15/24	0
9		5.25%	8/22/02	9/1/12	173,000,000
10		5.5%	3/10/03	4/1/34	184,000,000
11		4.75%	4/9/03	4/1/15	114,000,000
12		5.1%	7/28/03	8/1/18	200,000,000
13	EE	4.65%	10/7/03	10/7/13	200,000,000
14	FF	5.5%	5/18/04	5/15/14	104,000,000
15	GC	5.1%	9/23/04	10/1/19	300,000,000
16		1991	12/17/91	12/1/20	42,585,000
17		1992	12/03/92	12/1/22	47,500,000
18		1998 A, B, & C	09/01/98	9/01/33	160,000,000
19		2000 A, B, & C	03/09/00	3/01/35	186,500,000
20					
21	Total Account 221	\$2,276,585,000			\$1,903,585,000
22					
23					
24					
25	Account 224 - Other Long-term Debt				
26					
27					
28	Subordinated Detrable				
29	Interest Debentures	\$65,500,000	12/15/96	12/15/36	\$65,500,000
30					
31	Total Account 224	\$65,500,000			\$65,500,000
32					
33					
34					
35	TOTAL	\$2,342,085,000			\$1,969,085,000